

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SONTERRA CAPITAL MASTER FUND, LTD.,
HAYMAN CAPITAL MANAGEMENT, L.P., and
CALIFORNIA STATE TEACHERS' RETIREMENT
SYSTEM on behalf of himself and all others similarly
situated,

Plaintiff,

-against-

UBS AG, UBS SECURITIES JAPAN CO. LTD.,
MIZUHO BANK, LTD., THE BANK OF TOKYO-
MITSUBISHI UFJ, LTD., THE SUMITOMO TRUST
AND BANKING CO., LTD., THE NORINCHUKIN
BANK, MITSUBISHI UFJ TRUST AND BANKING
CORPORATION, SUMITOMO MITSUI BANKING
CORPORATION, RESONA BANK, LTD, J.P. MORGAN
CHASE BANK, NATIONAL ASSOCIATION, J.P.
MORGAN SECURITIES PLC, MIZUHO CORPORATE
BANK, LTD., DEUTSCHE BANK AG, MIZUHO
TRUST AND BANKING CO., LTD., THE SHOKO
CHUKIN BANK, LTD., SHINKIN CENTRAL BANK,
THE BANK OF YOKOHMA, LTD., SOCIÉTÉ
GÉNÉRALE SA, THE ROYAL BANK OF SCOTLAND
GROUP PLC, THE ROYAL BANK OF SCOTLAND
PLC, RBS SECURITIES JAPAN LIMITED, RBS
SECURITIES INC., BARCLAYS BANK PLC,
BARCLAYS PLC, BARCLAYS CAPITAL INC.,
CITIBANK, NA, CITIGROUP, INC., CITIBANK,
JAPAN LTD., COÖPERATIEVE CENTRALE
RAIFFEISEN-BOERENLEENBANK B.A., HSBC
HOLDINGS PLC, HSBC BANK PLC, LLOYDS
BANKING GROUP PLC, LLOYDS BANK PLC, ICAP
PLC, ICAP EUROPE LIMITED, R.P. MARTIN
HOLDINGS LIMITED, MARTIN BROKERS (UK) LTD.,
TULLET PREBON PLC, BANK OF AMERICA
CORPORATION, BANK OF AMERICA, N.A.,
MERRILL LYNCH INTERNATIONAL, AND JOHN
DOES NOS. 1-50,

Defendants.

Civil Action No. 15-cv-
5844-GBD-HBP

**DECLARATION OF
TOMOHIRO KISHI**

I, Tomohiro Kishi, declare that:

1. I hold the position of Chief Representative of New York Representative Office at Shinkin Central Bank (“Shinkin”) and have been employed with Shinkin since 1997. I make this Declaration in support of the motion of Shinkin and certain other defendants to dismiss the above-captioned action for lack of personal jurisdiction. I have personal knowledge of the facts set forth herein based on my work at Shinkin and my review of Shinkin’s records.

2. Shinkin is a financial institution incorporated under the laws of Japan. Shinkin’s headquarters are and have been at 3-7, Yaesu 1-chome, Chuo-ku, Tokyo 103-0028, Japan. Shinkin’s principal place of business is Tokyo, Japan.

3. Shinkin was established in 1950. Currently, Shinkin has approximately 1,600 employees worldwide, 1,550 of whom are located in Japan.

4. At relevant times, Shinkin has had one office in New York, NY, and no other business or operations in the United States. The New York office is very small and a comparatively insignificant part of Shinkin.

5. The New York office was established in 1983. In 1987, the New York office became a branch office that managed funds and investment activities for its own account. Between 1987 and 2009, the New York office had approximately 15 employees.

6. In 2009, the New York office ceased operation as a branch office and, since then, has been only a representative office that (i) gathers information relating to investments in accounts at Shinkin’s headquarters in Japan and (ii) supports international business of Shinkin’s customers in North and Latin America. As of today, the New York office has five employees.

7. From at least 2006 through the present:

- a. Shinkin's New York office, both as a branch office and a representative office, did not conduct any banking services or futures trading;
 - b. Shinkin's New York office was not involved in Euroyen TIBOR rate submissions (such submissions having been made in Japan); and
 - c. Shinkin's New York office did not hold any accounts or deposits of customers.
8. Aside from this case and *Laydon v. Mizuho Bank Ltd., et al.*, 12-CV-34119-GBD-HBP, neither Shinkin nor Shinkin's New York office has ever been involved in other litigation in the United States.

Pursuant to 28 U.S.C. § 1746, I declare under the penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on January 26, 2016, in New York, NY.


Tomohiro Kishi